

WC 06-201

BINGHAM McCUTCHEN

Via Courier

October 26, 2006

Ms. Marlene H. Dortch, Secretary
Federal Communications Commission
Wireline Competition Bureau
P.O. Box 358145
Pittsburgh, PA 15251-5145

OCT 26 2006

Bingham McCutchen LLP
Suite 300
3000 K Street NW
Washington, DC
20007-5116
202.424.7500
202.424.7647 fax

bingham.com

Boston
Hartford
London
Los Angeles
New York
Orange County
San Francisco
Silicon Valley
Tokyo
Walnut Creek
Washington

Re: In the Matter of the Application of McDATA Corporation, Transferor, Computer Network Technology Corporation, Licensee, and Brocade Communications Systems, Inc., Transferee, For Grant of Authority Pursuant to Section 214 of the Communications Act of 1934 and Sections 63.04 and 63.18 of the Commission's Rules to Complete the Transfer of Control of Computer Network Technology Corporation, a Domestic and International Carrier, to Brocade Communications Systems, Inc.

Dear Ms. Dortch:

On behalf of McDATA Corporation, Computer Network Technology Corporation ("CNT") and Brocade Communications Systems, Inc. ("Brocade") (collectively, "Applicants"), enclosed for filing is an application requesting Commission approval for the transfer control of CNT to Brocade. Pursuant to Section 63.04(b) of the Commission's rules, Applicants submit this filing as a combined domestic section 214 transfer application and international section 214 transfer application ("Combined Application"). Applicants are simultaneously filing the Combined Application electronically via the International Bureau's Electronic Filing System ("MyIBFS").

Applicants also submit a completed Fee Remittance Form 159 and check in the amount of \$965.00, to the Federal Communications Commission, which satisfies the filing fee required for this Combined Application under line 2.b of Section 1.1105 of the Commission's rules. A copy of the Fee Remittance Form 159 is being submitted to the Mellon Bank in Pittsburgh, Pennsylvania along with the Combined Application.

Please date-stamp the extra copy of this filing and return it in the envelope provided. Please do not hesitate to contact us if you have any questions regarding this filing.

Respectfully submitted,

Brett P Ferenczak

William B. Wilhelm, Jr.
Brett P. Ferenczak

Counsel to Applicants

Enclosures

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE

(1) LOCKBOX # 358145		SPECIAL USE ONLY	
		FCC USE ONLY	
SECTION A - PAYER INFORMATION			
(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) Bingham McCutchen LLP		(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) \$965.00	
(4) STREET ADDRESS LINE NO. 1 3000 K Street N.W.			
(5) STREET ADDRESS LINE NO. 2 Suite 300			
(6) CITY Washington		(7) STATE DC	(8) ZIP CODE 20007
(9) DAYTIME TELEPHONE NUMBER (include area code) 202-424-7500		(10) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(11) PAYER (FRN) 0004-3539-00		(12) FCC USE ONLY	
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(13) APPLICANT NAME Computer Network Technology Corporation			
(14) STREET ADDRESS LINE NO. 1 6000 Nathan Lane North			
(15) STREET ADDRESS LINE NO. 2			
(16) CITY Minneapolis		(17) STATE MN	(18) ZIP CODE 55442
(19) DAYTIME TELEPHONE NUMBER (include area code) 763-268-6000		(20) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(21) APPLICANT (FRN) 0006-8856-85		(22) FCC USE ONLY	
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE CUT	(25A) QUANTITY 1	
(26A) FEE DUE FOR (PTC) \$965.00	(27A) TOTAL FEE \$965.00	FCC USE ONLY	
(28A) FCC CODE 1		(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY	
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY	
(28B) FCC CODE 1		(29B) FCC CODE 2	
SECTION D - CERTIFICATION			
CERTIFICATION STATEMENT I, <u>M. Renee Britt</u> , certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE <u>M. Renee Britt</u> DATE <u>10/26/2006</u>			
SECTION E - CREDIT CARD PAYMENT INFORMATION			
MASTERCARD _____ VISA _____ AMEX _____ DISCOVER _____			
ACCOUNT NUMBER _____		EXPIRATION DATE _____	
I hereby authorize the FCC to charge my credit card for the service(s) authorization herein described.			
SIGNATURE _____		DATE _____	

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE (CONTINUATION SHEET)Page No 2 of 3

SPECIAL USE

FCC ONLY

USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT
SECTION BB - ADDITIONAL APPLICANT INFORMATION

(13) APPLICANT NAME McDATA Corporation		
(14) STREET ADDRESS LINE NO. 1 11802 Ridge Parkway		
(15) STREET ADDRESS LINE NO. 2		
(16) CITY Broomfield	(17) STATE CO	(18) ZIP CODE 80021
(19) DAYTIME TELEPHONE NUMBER (include area code) 720-558-8000	(20) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED		
(21) APPLICANT (FRN) 0012-6065-54	(22) FCC USE ONLY	
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET		
(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	FCC USE ONLY
(28A) FCC CODE 1	(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY
(28B) FCC CODE 1	(29B) FCC CODE 2	
(23C) CALL SIGN/OTHER ID	(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	FCC USE ONLY
(28C) FCC CODE 1	(29C) FCC CODE 2	
(23D) CALL SIGN/OTHER ID	(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	FCC USE ONLY
(28D) FCC CODE 1	(29D) FCC CODE 2	
(23E) CALL SIGN/OTHER ID	(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	FCC USE ONLY
(28E) FCC CODE 1	(29E) FCC CODE 2	
(23F) CALL SIGN/OTHER ID	(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	FCC USE ONLY
(28F) FCC CODE 1	(29F) FCC CODE 2	

SEE PUBLIC BURDEN ON REVERSE

FCC FORM 159-C

FEBRUARY 2003 (REVISED)

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE (CONTINUATION SHEET)Page No 3 of 3

SPECIAL USE

FCC ONLY

USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT
SECTION BB - ADDITIONAL APPLICANT INFORMATION

(13) APPLICANT NAME

Brocade Communications Systems, Inc.

(14) STREET ADDRESS LINE NO. 1

1745 Technology Drive

(15) STREET ADDRESS LINE NO. 2

(16) CITY

San Jose

(17) STATE

CA

(18) ZIP CODE

95110

(19) DAYTIME TELEPHONE NUMBER (include area code)

408-333-8000

(20) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN)

0015-6525-06

(22) FCC USE ONLY

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	FCC USE ONLY
(28A) FCC CODE 1	(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY
(28B) FCC CODE 1	(29B) FCC CODE 2	
(23C) CALL SIGN/OTHER ID	(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	FCC USE ONLY
(28C) FCC CODE 1	(29C) FCC CODE 2	
(23D) CALL SIGN/OTHER ID	(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	FCC USE ONLY
(28D) FCC CODE 1	(29D) FCC CODE 2	
(23E) CALL SIGN/OTHER ID	(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	FCC USE ONLY
(28E) FCC CODE 1	(29E) FCC CODE 2	
(23F) CALL SIGN/OTHER ID	(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	FCC USE ONLY
(28F) FCC CODE 1	(29F) FCC CODE 2	

SEE PUBLIC BURDEN ON REVERSE

FCC FORM 159-C

FEBRUARY 2003 (REVISED)

BINGHAM McCUTCHENFleet Maine, N.A.
South Portland, ME

52-153/112

CHECK NO.:

70011365

DATE: 10/26/06

VENDOR: 409032

2020 K STREET, NW
WASHINGTON, DC 20006-1806

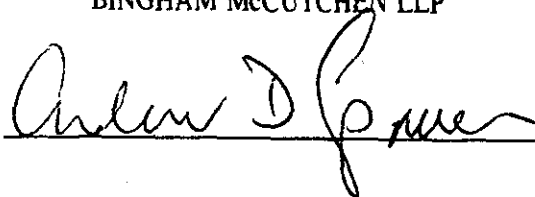
\$965.00

PAY NINE HUNDRED SIXTY-FIVE AND 00/100 DOLLARS

BINGHAM McCUTCHEN LLP

TO
THE
ORDER
OFFederal Communications Commission
445 12th Street, SW
Washington, DC 20554

By



THE REVERSE SIDE OF THIS DOCUMENT INCLUDES AN ARTIFICIAL WATERMARK - HOLD AT AN ANGLE TO VIEW

⑈ 70011365⑈ ⑆ 011201539⑆ 00800 88400⑈

BINGHAM McCUTCHEN LLP2020 K STREET, NW
WASHINGTON, DC 20006-1806

VENDOR #:

409032

Federal Communications Commission

DATE: 10/26/2006

CHECK NO.: 70011365

DATE	INVOICE NUMBER	VOUCHER NUMBER	AMOUNT	DISCOUNT	PAID
10-25-2006	FEE102506	603177	965.00	0.00	965.00
TOTAL:					965.00

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of the Joint Application of)
)
)

McDATA Corporation, Transferor)
Computer Network Technology Corporation, Licensee,)

and)
)

Brocade Communications Systems, Inc., Transferee,)
)

For Grant of Authority Pursuant to Section 214 of the)
Communications Act of 1934 and Sections 63.04)
and 63.18 of the Commission's Rules to Complete the)
Transfer of Control of Computer Network Technology)
Corporation, a Domestic and International Carrier,)
to Brocade Communications Systems, Inc.)

ITC-T/C-2006-_____

WC Docket No. 06-_____

JOINT APPLICATION

I. INTRODUCTION

McDATA Corporation ("McDATA"), its wholly owned subsidiary Computer Network Technology Corporation ("CNT"), and Brocade Communications Systems, Inc. ("Brocade") (McDATA, CNT and Brocade collectively, the "Applicants"), pursuant to Section 214 of the Communications Act, as amended, 47 U.S.C. § 214, and Sections 63.04 and 63.24 of the Commission's Rules, 47 C.F.R. §§ 63.04, 63.24, respectfully request authority for the transfer of control of CNT, a company holding domestic and international Section 214 authority, to Brocade, as more fully described below.

In support of this Application, Applicants provide the following information:

II. THE APPLICANTS

A. Computer Network Technology Corporation ("CNT")

CNT is a corporation organized under the laws of the state of Minnesota and operated as both CNT and McDATA Services Corporation. CNT's address is 6000 Nathan Lane North, Minneapolis, MN 55442. CNT is a wholly owned subsidiary of McDATA.

CNT and its affiliate, CNT Telecom Services, Inc. ("CNTTSI"), were acquired by McDATA in 2005. Prior to its acquisition, CNT under its own name designed, developed, marketed, sold and supported worldwide sales of data networking solutions involving hardware, firmware, software, professional services, connectivity and remote systems monitoring that was sold directly to end users.

CNT is authorized to provide global facilities-based and resold services pursuant to international Section 214 authority granted by the Commission in File No. ITC-214-20030807-0413, effective October 6, 2003. See Public Notice Report No. TEL-00720; DA 03-3128, released October 9, 2003. CNT also holds blanket domestic Section 214 authority to provide interstate telecommunications services.

CNT is also authorized to provide telecommunications services in the District of Columbia and in all states except Alabama, Idaho, Iowa, Michigan, Oklahoma, and Virginia. (CNT is not required to obtain state authorization in the states of Idaho, Iowa, Michigan and Oklahoma because it does not currently regulated service.) CNTTSI is authorized to provide telecommunications services in Alabama and Virginia. CNTTSI has always been exclusively in the business of providing connectivity equipment and services only in the states of Alabama and Virginia. After completion of the transaction, CNT and CNTTSI will retain their authorizations and will continue to provide services to their customers.

B. McDATA Corporation ("McDATA")

McDATA is a Delaware corporation with principal offices located at 11802 Ridge Parkway, Broomfield, Colorado 80021. McDATA is a widely held publicly traded company on the NASDAQ Global Select Market. McDATA's Class A common shares are traded under the symbol "MCDTA" and its Class B common shares are traded under the symbol "MCDT". McDATA does not hold any authorizations relating to the provision of telecommunications services. Additional information on McDATA is available on the company's website at: <http://www.mcdata.com>.

McDATA designs, develops, markets, sells and supports data storage networking and application infrastructure management solutions involving hardware, firmware, software, professional services, connectivity and remote systems monitoring. It offers a variety of products and services directly to end users and indirectly through channel partners.

C. Brocade Communications Systems, Inc. ("Brocade")

Brocade is a Delaware corporation with principal offices located at 1745 Technology Drive, San Jose, California 95110. Brocade is a widely held publicly traded company on the NASDAQ Global Select Market under the symbol "BRCD." Brocade does not hold any authorizations relating to the provision of telecommunications services.

Brocade designs, develops, markets, sells, and supports data storage networking and application infrastructure management solutions, offering a line of storage networking products, software and services that enable companies to implement highly available, scalable, manageable, and secure environments for data storage applications. Brocade products are installed around the world at companies, institutions, and other entities ranging from large enterprises to small and medium size businesses. Brocade products and services are marketed,

sold, and supported worldwide. Additional information regarding Brocade is available on the company's website at: <http://www.brocade.com>.

III. DESCRIPTION OF THE TRANSACTION (ANSWER TO QUESTION 13)

McDATA and Brocade have entered into a Agreement and Plan of Reorganization dated as of August 7, 2006 ("Agreement")¹ whereby Brocade will acquire McDATA in an all stock transaction. Specifically, Worldcup Merger Corporation ("Merger Sub"), a wholly owned subsidiary of Brocade created for the purposes of this transaction, will be merged with and into McDATA, with McDATA surviving the merger. The merger will be accomplished by (1) the cancellation of the Class A and Class B common stock of McDATA and (2) the conversion of Merger Sub's stock into common stock of McDATA. Under the terms of the Agreement, McDATA stockholders will receive 0.75 shares of Brocade common stock for each share of McDATA Class A common stock and each share of McDATA Class B common stock they hold.² As a result of the transaction, CNT will become a wholly owned indirect subsidiary of Brocade. Attached as Exhibit A is an illustrative chart of the transaction.

Following the consummation of the transaction, CNT's customers will continue to receive service under the same rates, terms and conditions of service as before. CNT will become a wholly owned indirect subsidiary of Brocade, will continue to operate and provide services to CNT's customers, and will retain the assets used in the provisions of those services. As a result, the transaction will not involve a change in CNT's authorizations and CNT's tariffs will remain in effect. Upon completion of the transaction, however, CNT will change its name to "Brocade

¹ A copy of the Agreement will be provided upon request or is available at http://media.corporate-ir.net/media_files/NSD/MCDTA/MergerAgree.pdf.

² Upon completion of the Transaction, McDATA stockholders will own approximately 30% of Brocade in aggregate. No individual stockholder of McDATA, however, will own 10% or more of the stock of Brocade.

Services Corporation.”³ Applicants have attached as Exhibit B sample notice that will be sent to CNT’s customers regarding the name change. Aside from the name change, the transaction will be seamless and transparent to CNT’s customers in terms of the services they receive.

IV. PUBLIC INTEREST STATEMENT

Applicants respectfully submit that the transaction serves the public interest. In particular, Applicants submit that: (1) the transaction will increase competition in the telecommunications market by reinforcing the status of CNT as a viable competitor and (2) the transaction will minimize the disruption of service and, except for the name change, will be virtually transparent to CNT’s customers.

The transaction is expected to facilitate competition by improving the operational position of CNT. The combination of the products and services of CNT and McDATA with Brocade’s complementary products and services will provide customers with the long-term confidence that their strategic requirements for a storage networking infrastructure needed for increased productivity, business continuity and regulatory compliance will be met. Moreover, given that the transaction will not affect CNT’s rates, terms and conditions of services, the transaction will have no negative effects on customers.

V. INFORMATION REQUIRED BY SECTION 63.24(E)

Pursuant to Section 63.24(e)(2) of the Commission’s Rules, the Applicants submit the following information requested in Section 63.18 (a) through (d) and (h) for Applicants and Section 63.18 (i) through (p) for Brocade.

³ Similarly, CNT’s affiliate, CNT Telecom Services, Inc., will change its name to Brocade Telecom Services, Inc.

(a) **Name, address and telephone number of each Applicant:**

McDATA (Transferor):

McDATA Corporation
11802 Ridge Parkway
Broomfield, Colorado 80021
Tel: (720) 558-8000

FRN: 0012606554

CNT (Licensee):

Computer Network Technology Corporation
6000 Nathan Lane North
Minneapolis, Minnesota 55442
Tel: (763) 268-6000

FRN: 0006885685

Brocade (Transferee):

Brocade Communications Systems, Inc.
1745 Technology Drive
San Jose, California 95110
Tel: (408) 333-8000

FRN: 0015652506

(b) **Jurisdiction of Organizations:**

McDATA:

McDATA Corporation is a corporation formed under the laws of the State of Delaware.

CNT:

Computer Network Technology Corporation is a corporation formed under the laws of the State of Minnesota.

Brocade:

Brocade Communications Systems, Inc. is a corporation formed under the laws of the State of Delaware.

- (c) **(Answer to Question 10)** Correspondence concerning this Application should be sent to:

For Applicants:

William B. Wilhelm, Jr.
Brett P. Ferenchak
Bingham McCutchen LLP
3000 K Street, NW, Suite 300
Washington, DC 20007-5116
Tel: (202) 424-7500
Fax: (202) 424-7645
Email: william.wilhelm@bingham.com
brett.ferenchak@bingham.com

For McDATA and CNT:

Larry D. Starns
Corporate Counsel
McDATA Corporation
6000 Nathan Lane North
Minneapolis, MN 55442
Tel: (763) 268-8740
Fax: (763) 268-6810
Email: Larry.Starns@mcdata.com

For Brocade:

Tom MacMitchell
Director of Legal Affairs
Brocade Communications Systems, Inc.
1745 Technology Drive
San Jose, CA 95110
Tel: (408) 333-5833
Fax: (408) 333-5630 (fax)
Email: tmacmitchell@brocade.com

- (d) McDATA does not hold international or domestic Section 214 authority.

CNT holds international Section 214 authority to provide global facilities-based and resold services granted by the Commission in FCC File No. ITC-214-20030807-0413. CNT also holds blanket domestic Section 214 authority.

Brocade does not currently hold international or domestic Section 214 authority.

- (h) (Answer to Questions 11 & 12) The following entities own directly or indirectly 10% or more of McDATA, CNT, and Brocade:

McDATA and CNT:

Computer Network Technology Corporation ("CNT") is a wholly owned subsidiary of **McDATA Corporation ("McDATA")**. McDATA is currently a widely held, publicly traded company (NasdaqGS: MCDTA & MCDT) with no entity having a 10% or greater direct or indirect ownership interest in McDATA (as calculated using the FCC's attribution rules).

Following completion of the transaction, McDATA will be wholly owned by **Brocade Communications Systems, Inc.**

Name:	Brocade Communications Systems, Inc.
Address:	1745 Technology Drive San Jose, California 95110
Ownership Interest:	100% (in McDATA) upon completion of the transaction
Citizenship:	U.S.
Principal Business:	Information Technology

Brocade:

Brocade Communications Systems, Inc. is currently a widely held, publicly traded company (NasdaqGS: BRCD) with no entity having a 10% or greater direct or indirect ownership interest in Brocade (as calculated using the FCC's attribution rules). Brocade does not have any interlocking directorates with a foreign carrier.

- (i) (Answer to Question 14) Brocade certifies that it is not a foreign carrier within the meaning of Section 63.09(d) of the Commission's Rules. However, as a result of the transaction, Brocade will become affiliated within the meaning of Section 63.09(e) of the Commission's Rules with a foreign carrier. Specifically, Brocade will become affiliated with CNT International Ltd. ("CNT-Int"), which is a non-dominant foreign carrier in Germany and the United Kingdom.
- (j) (Answer to Question 15) Brocade certifies that, through its acquisition of control of CNT, Brocade does not seek to provide international telecommunications services to any destination country where:
- (1) Brocade is a foreign carrier in that country; or
 - (2) Any entity that owns more than 25 percent of Brocade, or that controls Brocade, controls a foreign carrier in that country; or
 - (4) Two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate more than 25 percent of Brocade and are parties to, or the beneficiaries of, a contractual relation affecting the provision or

marketing or international basic telecommunications services in the United States.

However, Brocade certifies that through its acquisition of control of CNT, Brocade will provide international telecommunications services (through CNT) to two destination countries, Germany and the United Kingdom, where Brocade will control a foreign carrier, CNT-Int, in those countries.

- (k) Brocade certifies that all of the countries referenced in paragraph (j) above are Members of the World Trade Organization ("WTO"). CNT-Int is not listed on the Commission's List of Foreign Telecommunications that are presumed to Possess Market Power in Foreign Telecommunications Markets, released on May 28, 2004. In addition, CNT-Int offers services in competition with dominant foreign carriers and others. CNT-Int does not provide international transport between the U.S. and its home markets and holds significantly less than a 50 percent market share in the local access markets in the countries where it operates. CNT holds significantly less than a 50 percent market share in the international transport market between the U.S. and the United Kingdom and Germany. Moreover, CNT-Int does not have the ability to discriminate against unaffiliated U.S. international carriers through the control of bottleneck services or facilities to exercise market power in the countries where it operates. Accordingly, Brocade, through its future affiliates, lacks sufficient market power on the U.S.-international routes on which its future affiliates operate to affect competition adversely in the U.S. market. Therefore, Brocade, through CNT and CNT-Int, should be presumptively classified as a non-dominant carrier on all international routes.
- (l) Brocade, through CNT, may resell international switched services of unaffiliated U.S. carriers in order to provide telecommunications services to countries where it will have a foreign carrier affiliation. As demonstrated above, CNT-Int should be presumptively found to be non-dominant pursuant to Section 63.10(a)(3) of the Commission's Rules.
- (m) Brocade qualifies for a presumption of non-dominance under Section 63.10(a)(1) and (3) of the Commission's Rules because it is not a foreign carrier and, as demonstrated above in paragraph (k), its proposed affiliation will be with a non-dominant foreign carrier in Germany and the United Kingdom, which are both Members of the WTO.
- (n) Brocade certifies that it has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses market power on the foreign end of the route and will not enter into such agreements in the future.
- (o) Brocade certifies that it is not subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998. *See* 21 U.S.C. § 853a; *see also* 47 C.F.R. §§ 1.2001-1.2003.

- (p) Brocade respectfully requests streamlined processing of this Application pursuant to Section 63.12(c) of the Commission's Rules. As a result of the transaction, Brocade will become affiliated with CNT-Int, which provides high-speed data services in the United Kingdom and holds a registration in Germany to provide telecommunications but does not provide services pursuant to that registration. Nevertheless, Brocade qualifies for streamlined treatment under Section 63.12(c) because Brocade qualifies for a presumption of non-dominance under Section 63.10(a)(1) and (3) for the reasons detailed in response to paragraphs (k) and (m) above.

VI. INFORMATION REQUIRED BY SECTION 63.04

Pursuant to Commission Rule 63.04(b), 47 C.F.R. § 63.04(b), Applicants submit the following information in support of their request for domestic Section 214 authority in order to address the requirements set forth in Commission Rule 63.04(a)(6)-(12):

- (a)(6) A description of the transaction is set forth in **Section III.** above.
- (a)(7) CNT provides interstate domestic telecommunications services in California, Colorado, Connecticut, the District of Columbia, Illinois, Maryland, Massachusetts, Michigan, Minnesota, Missouri, New Jersey, New York, Ohio, Pennsylvania, Rhode Island, Texas and Virginia. CNT is authorized to provide intrastate telecommunications services in Arizona, Arkansas, California, Colorado, Connecticut, Delaware, Florida, Georgia, Hawaii, Illinois, Indiana, Kansas, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Carolina, North Dakota, Ohio, Oregon, Pennsylvania, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Utah, Vermont, Virginia, Washington, West Virginia, Wisconsin, Wyoming and the District of Columbia. CNT's affiliate, CNT Telecom Services, Inc., is authorized to provide intrastate telecommunications services in Alabama and Virginia.

McDATA does not currently provide regulated telecommunications services.

Brocade does not currently provide regulated telecommunications services.

- (a)(8) Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Sections 63.03 of the Commission's Rules, 47 C.F.R. § 63.03, because, immediately following the transaction, (1) Applicants and their Affiliates (as defined in Section 3(1) of the Communications Act) together will hold less than a ten percent (10%) share of the interstate, interexchange market; (2) Applicants and their Affiliates will provide local exchange service only in areas served by dominant local exchange carriers (none of

which are parties to the transaction) and; (3) none of the Applicants or their Affiliates is dominant with respect to any service that they provide.

- (a)(9) *Through this Application, Applicants seek authority with respect to both international and domestic Section 214 authorizations (this Application is being separately and concurrently filed with respect to both types of authorities in compliance with Commission Rule 63.04(b), 47 C.F.R. § 63.04(b)). No other applications are being filed with the Commission with respect to the transaction described herein.*
- (a)(10) For various important business and financial reasons, Applicants require that the transaction be closed as quickly as possible. Accordingly, Applicants request that the Commission promptly commence its examination of the transaction and issue its public notice so that it can be in a position to approve the transaction as soon as possible.
- (a)(11) Not applicable.
- (a)(12) A statement showing how grant of the application will serve the public interest, convenience and necessity is provided in **Section IV**, above.

VII. CONCLUSION

For the reasons stated above, Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by a grant of this Application. Applicants respectfully request streamlined treatment to permit Applicants to complete the transaction as soon as possible.

Respectfully submitted,



William B. Wilhelm, Jr.

Brett P. Ferenczak

Bingham McCutchen LLP

3000 K Street, Suite 300

Washington, DC 20007

Tel: (202) 424-7500

Fax: (202) 424-7647

Email: william.wilhelm@bingham.com

brett.ferenczak@bingham.com

Counsel for Applicants

Dated: October 26, 2006.

LIST OF EXHIBITS

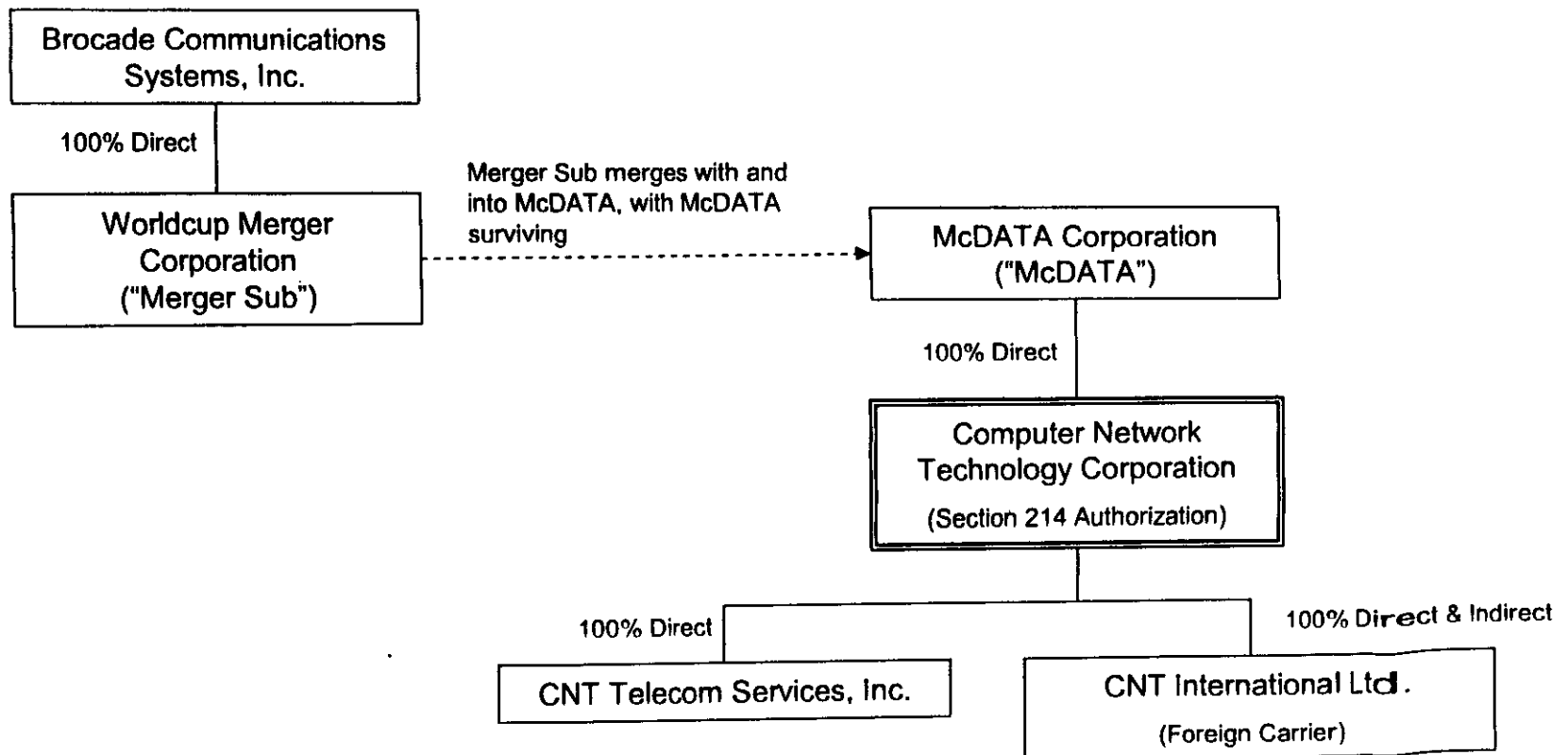
Exhibit A	Illustrative Chart of the Transaction
Exhibit B	Sample Customer Notice
Verifications	

EXHIBIT A

Illustrative Chart of the Proposed Transaction

PRE- AND POST-TRANSACTION ILLUSTRATIVE CHART

Pre-Transaction



PRE- AND POST-TRANSACTION ILLUSTRATIVE CHART

Post-Transaction

Post-Closing, Computer Network Technology Corporation will change its name to Brocade Services Corporation and CNT Telecom Services, Inc. will change its name to Brocade Telecom Services, Inc.

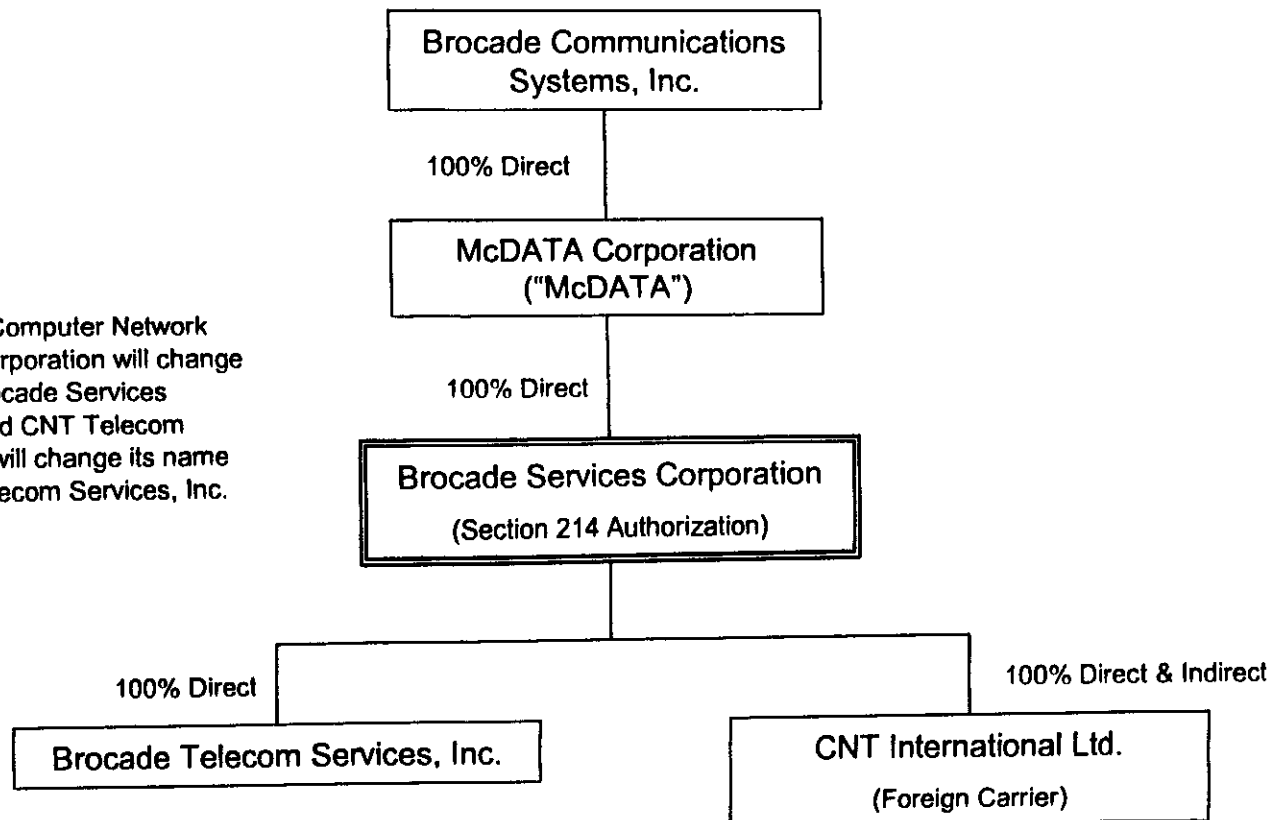


EXHIBIT B

Sample Customer Notice

**Sample Customer Notice Regarding
Name Change of Computer Network Technology Corporation**

Upon completion of a proposed transaction whereby Brocade Communications Systems, Inc. ("Brocade") will acquire McDATA Corporation, Computer Network Technology Corporation (also known as McDATA Services Corporation) ("CNT") will become a wholly owned subsidiary of Brocade. CNT will also change its name to "Brocade Services Corporation" in connection with the acquisition. The acquisition and related name change is subject to any necessary regulatory approvals and will not affect the rates, terms or conditions under which you currently receive service. Any other changes to the rates, terms or conditions of your service will be done in accordance with the requirements of any applicable contracts, tariffs and laws. CNT looks forward to continue providing you with its high quality communications services under its new name. In the meantime, if you have specific questions about this notice, please contact us at (800) 545-5773.

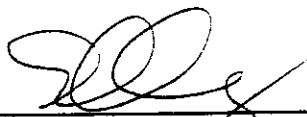
STATE OF COLORADO

COUNTY OF BROOMFIELD

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VERIFICATION

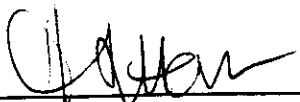
I, Thomas O. McGimpsey, state that I am: (i.) General Counsel, Secretary, and Senior Vice President of McDATA Corporation ("McDATA"); and (ii.) President and Secretary of Computer Network Technology Corporation ("CNT"); that both McDATA and CNT are Parties in the foregoing filing; that I am authorized to make this Verification on behalf of McDATA and CNT; that the foregoing filing was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information, and belief.



Thomas O. McGimpsey
General Counsel, Secretary, and Senior Vice President
McDATA Corporation

President and Secretary
Computer Network Technology Corporation

Sworn and subscribed before me this 18 day of October, 2006.



Notary Public

My commission expires:

HEATHER K. STRAUSS
Notary Public, State of Colorado
My Commission Expires
March 26, 2009

HEATHER K. STRAUSS
Notary Public
State of Colorado

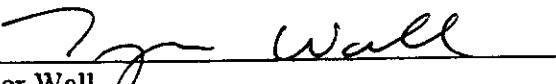
FCC

STATE OF CALIFORNIA
COUNTY OF SANTA CLARA


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VERIFICATION

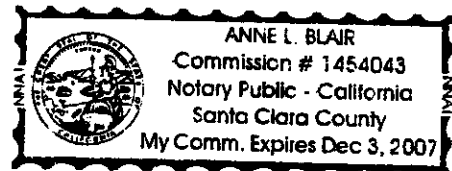
I, Tyler Wall, state that I am Vice President, General Counsel, and Corporate Secretary of Brocade Communications Systems, Inc. ("Brocade"); that Brocade is a Party in the foregoing filing; that I am authorized to make this Verification on behalf of Brocade; that the foregoing filing was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information, and belief.


Tyler Wall
Vice President, General Counsel, and Corporate Secretary
Brocade Communications Systems, Inc.

Sworn and subscribed before me this 19th day of October, 2006.


Notary Public

My commission expires: DEC. 3, 2007



FCC